AMAZING FANTASY

STARRING

SPIDER-MAN®

#16

MARVEL COMICS

It all began in AMAZING FANTASY #15, as a teenage boy gained amazing powers and learned a hard lesson about sacrifice and heroism. And it continued in AMAZING SPIDER-MAN #1, as that young man embarked on an uninterrupted string of adventures that would make him one of the most famous super heroes in the world.

Now, at long last, we reveal what happened between those two landmark issues — how that frightened young boy took his first steps into a world of the fantastic and the bizarre, found his rightful place in it and became the hero we know so well...

STAN LEE Proudly Presents

AMAZING FANTASY #16

"AN AMAZING WORLD"

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MAILBOX RUN!

CoOol!

SHOOM SHOOM SHOOM SHOOM

MANHATTAN.

COME ON, JACKSON! GIMME A FEW MORE DAYS -- A WEEK!

THIS IS ***MAXIE SHIFFMAN*** TALKING! HAVE I ***EVER*** NOT COME THROUGH ON MY BILLS?

YEAH, WELL, FORGET THAT. YOU GOT YOUR MONEY *EVENTUALLY*, RIGHT?

LISTEN, I'M ONTO SOMETHING *BIG* HERE. YOU SAW THAT ***SPIDER-MAN*** GUY ON TV THE OTHER NIGHT? ***MY*** CLIENT, BOY, ***MY*** CLIENT.

AN' HE'S *GOIN'* PLACES! SO JUST GIVE ME A LITTLE TIME, AN' --

YEAH, SAME TO YOU, BUDDY.

GRACE! IS THERE ANY WORD?

HAS *HE* CALLED YET?

NO, Mr. SHIFFMAN, HE HASN'T -- BUT YOUR *BOOKIE* IS ON LINE TWO, A HE SAID SOMETHING ABOUT *BROKEN THUMBS?*

TELL HIM I'M OUT AT A TAPING, DOLL.

YES, Mr. SHIFFMAN. MAY I GO *HOME* AFTER THAT, Mr. SHIFFMAN?

SURE, SURE, WHATEVER --

NO, *WAIT*. CALL THE DAILY BUGLE -- I'M PLACING A *CLASSIFIED AD.*

TAKATAKA

FOREST HILLS, QUEENS.

FIRE IN THE SKY! A HUMAN BEING MADE OF FLAME! IT'S A SIGHT NEW YORKERS HAVE BEEN GETTING USED TO --

-- SINCE THE **FANTASTIC FOUR** BURST ON THE SCENE ONLY A FEW SHORT MONTHS AGO!

THE **AMAZING** QUARTET WAS IN THE NEWS **AGAIN** TODAY --

A week ago -- even a couple of DAYS ago -- I'd have been glued to the television. The Human Torch! The real-live HUMAN TORCH!

But that was BEFORE. And today -- it just doesn't seem to MATTER.

-- AS THEIR HEAD-QUARTERS, THE NOW-FAMOUS **BAXTER BUILDING**, WAS LEVITATED INTO THE **SKY!**

A BREATHLESS CITY AWAITS NEWS OF THE **FATE** OF THE COLORFUL FOURSOME --

-- AND WE HERE AT "IT'S AMAZING" CAN'T HELP BUT **WONDER** --

-- IF THE BIZARRE EVENT HAD ANYTHING TO DO WITH THE ARRIVAL IN NEW YORK TODAY OF THE NOTORIOUS **SUB-MARINER!**

TSK-TSK! SUCH HORRIBLE NEWS -- ALL *VIOLENCE* AND *DANGER!*

WHY CAN'T THEY HAVE THAT NICE *WIZARD* FELLOW ON THE SHOW AGAIN, WITH HIS CHESS *TRICKS?*

PETER? ARE YOU *ALL RIGHT?* YOU'VE BEEN SO SILENT ALL EVENING...

I'M *OKAY*, AUNT MAY. I'M JUST... THINKING...

WE'LL BE BACK IN A MOMENT, BUT FIRST A REMINDER!

IF YOU OR ANYONE YOU KNOW HAS SEEN ANYTHING THAT "IT'S AMAZING" SHOULD COVER, PLEASE CALL OUR STUDIOS AT 555-8574.

IT'S

AMAZING!

555-8574

AND WHEN WE RETURN, WE'LL SHOW YOU AMATEUR VIDEO OF A MYSTERIOUS MONSTER PLAGUING THE SOUTH-WEST --

-- AND NEWS OF A SOUTH AMERICAN DICTATOR RUNNING AFOUL OF... AN ANCIENT NORSE GOD?!

It really IS amazing, the kind of things that are happening in the world today. What happened to me is NOTHING by comparison --

-- but it was ENOUGH -- enough to shatter a FAMILY --

It all started at that science exhibit -- when I was bitten by a RADIOACTIVE SPIDER --

-- and somehow gained the ABILITIES of the spider -- magnified proportionally!

I proved my powers to MYSELF -- and others -- in the ring with a TWO-BIT WRESTLER --

PUT ME DOWN! YOU WIN! YOU WIN!

-- and before I knew it, I had a COSTUMED IDENTITY, an AGENT, and a blossoming TV CAREER!

I was on my way to the BIG TIME -- or so I thought.

But the night after my first show, a BURGLAR rushed by me --

STOP HIM! IF HE MAKES IT TO THE ELEVATOR, HE'LL GET AWAY!

-- but it wasn't MY problem, and I didn't get INVOLVED.

How was I to know that only a little while later, that same burglar would KILL the man who'd been a FATHER to me since my parents died.

BAD NEWS, SON. YOUR UNCLE HAS BEEN SHOT -- MURDERED!

UNCLE BEN -- DEAD?! NO! NO, IT CAN'T BE!

I caught the burglar that night, as Spider-Man -- but it was MY FAULT he was on the loose -- MY FAULT he was free to kill Uncle Ben.

That was only a couple of DAYS ago -- but I wonder if the GUILT and SHAME will ever go away -- if I'll ever be able to LIVE with myself.

-- AND REMEMBER, THE "IT'S AMAZING" HOTLINE IS ALWAYS OPEN --

Not much of a story, by THEIR standards -- not in the same league with the FANTASTIC FOUR --

-- but now I've got to DO something. The story needs a BETTER ending -- to make it more than just the story of a boy who FAILED his family...

IN THE MIDST OF LIFE WE ARE IN DEATH...

Standing there at Uncle Ben's GRAVE, I'm glad of only one thing -- that I never told my agent my REAL NAME.

If he was able to CALL me -- to try to get me to go back on TV, back to being that smug glory-hound that CAUSED all this --

-- well, it would KILL Aunt May to find out what I did -- to find out it was my own SELFISHNESS that caused her so much pain.

My powers gave me the ABILITY to stop THAT burglar -- and that gave me the RESPONSIBILITY to do it. But I failed that responsibility --

-- and I can't fail it AGAIN.

...ASHES TO ASHES, AND DUST TO DUST; IN THE SURE AND CERTAIN HOPE OF THE RESURRECTION UNTO ETERNAL LIFE...

AUNT MAY, I -- I --

HE WAS A GOOD MAN, PETER. DON'T FORGET HIM.

I WON'T, AUNT MAY. BELIEVE ME.

I've got to LIVE UP to the responsibility that my powers give me - but the question that keeps NAGGING at me is --

-- HOW?

At SCHOOL the next day, I'm still trying to find an ANSWER to that question.

What can I DO? Wait for burglars to run by so I can STOP them this time? I'm a DETECTIVE --

-- no James Bond MOVIE HERO who fixes everyone's lives and rides off into the sunset!

I'm just a kid who can stick to WALLS, that's all!

I wish there was someone I could TALK to about it, but I can't confide in AUNT MAY, and...

PETER! PETER PARKER!

Huh? Oh, *HI*, LIZ.

I HEARD ABOUT YOUR ***UNCLE***, AND I JUST WANT D TO LET YOU KNOW HOW ***SORRY*** I AM. IS YOUR ***AUNT*** OKAY?

SHE'S AS WELL AS CAN BE ***EXPECTED***, LIZ. THANKS FOR ASKING -- IT'S VERY KIND OF--

LIZ!

C'MON, LIZ -- WE'RE LATE FOR THAT, *ah*, ***SOCIAL STUDIES*** THING!

Oh, ***RIGHT***, SALLY -- SORRY, PETER, I'VE GOT TO GO...

THAT'S OKAY, LIZ.

-- YOU'LL CATCH ***GEEK SYNDROME*** TALKIN' TO PARKER, LIZ! I MEAN SURE, IT'S TOO BAD THE OLD GUY GOT ***CROAKED*** --

-- BUT THIS IS ***"PUNY PARKER"*** REMEMBER? THE POSTER CHILD FOR ***NERDS UNLIMITED***?

...and there's NO ONE ELSE.

ONE SIDE, PARKER!

WATCH WHERE I'M GOING, WILL YA?

Least of all FLASH THOMPSON. Ever since THAT guy came into my life...

YOU GOTTA SEE THIS, GUYS! IT WAS IN TODAY'S BUGLE!

ATTENTION SPIDER-MAN!
Please contact
M. Shiffman
A-1 Talent Agency
KL5-7826
Big Money! Call Now!
ATTENTION SPIDER-MAN!

SEE? IN THE CLASSIFIEDS!

THIS IS THE GUY FROM TV -- WHO HUNG UPSIDE DOWN FROM THE CEILING AND ALL? HE WAS REALLY COOL --

-- AND NOW IT LOOKS LIKE HE'S MISSING, AND THAT'S EVEN COOLER! I WONDER WHERE A GUY LIKE THAT WOULD BE?

Right BEHIND you, Flash -- picking up his books after you SCATTERED them.

The ad's got to be from MAXIE -- but I'm not going to respond. I've done ENOUGH damage as Spider-Man. That's OVER for me.

Still...

...I can't help but WONDER...

H- Huh--?!

...what kind of RESPONSE he'll get.

I'M SPIDER-MAN.

NO, I'M SPIDER-MAN.

WHAT THE HECK IS THIS?!

AW, THE BOTH OF YOU SHUT UP! I'M SPIDER-MAN!

TV

"IT'S AMAZING"

BE SPIDER-MAN

AS GOOD AS THE ORIGINAL

BIG BREAK

JUST A CHANCE

WHATEVER YOU WANT

WHATEVER

HOLD IT!

YOU WANT THE SPIDER-MAN GIG? FINE!

CLIMB UP THAT WALL AND CLING TO THE CEILING!

OKAY, GET OUT -- AN' QUIT WASTIN' MY TIME! I'M A BUSY MAN!

Oh, MAN, WHAT AM I GONNA DO?

IF I DON'T FIND SPIDER-MAN SOON --!

As I head home, I wonder whether I should become a COP, or go into GOVERNMENT SERVICE somehow --

-- let someone ELSE tell me how to use my powers.

But they might just lock me up in a lab and try to figure out HOW I got my powers -- and I want to DO something, not just sit around.

That CAR at the curb right outside the house --

-- but we don't KNOW anyone with a car like that.

Inside, one look at Aunt May's face and I can TELL -- it's MORE bad news.

AUNT MAY -- WHAT'S *WRONG?*

IT'S LIKE THIS, KID. YOUR *UNCLE* -- HE ORDERED SOME *FURNITURE*, A PRETTY CLASSY BEDROOM SET, A FEW MONTHS AGO.

HE MEANT IT AS A SURPRISE FOR YOUR *AUNT* HERE, FOR A BIRTHDAY OR ANNIVERSARY OR SOMETHING -- BUT, WELL --

BUT HE *DIED*. IT'S ALL RIGHT, Mr. VALE, YOU CAN *SAY* IT. IT'S *TRUE*, ISN'T IT?

HE DIED, AND NOW HIS PRESENT'S READY FOR *DELIVERY*, AND THE FURNITURE COMPANY WANTS THE REST OF THE *MONEY*.

AND WE DON'T *HAVE* IT.

Uh, LOOK, Mrs. PARKER -- KID -- I'M NOT SUPPOSED TO ***DO*** THIS, BUT I COULD ***CANCEL*** THE ORDER -- JUST TEAR IT UP RIGHT HERE AND NOW.

WE COULDN'T RETURN THE ***DEPOSIT,*** OF COURSE, AND YOU WOULDN'T GET HIS ***LAST PRESENT*** TO YOU, BUT --

NO, Mr. VALE -- I JUST COULDN'T DO THAT. MY BENJAMIN MEANT TO ***PLEASE*** ME, AND THAT'S THAT. WE'LL ***FIND*** A WAY TO PAY FOR THE FURNITURE.

THAT'S RIGHT -- WE'LL COME UP WITH THE MONEY ***SOMEHOW.***

WELL, IF THAT'S THE WAY YOU ***WANT*** IT -- I DIDN'T MEAN TO INTRUDE ON YOUR GRIEF AND I DON'T WANT TO ***PRESSURE*** YOU AT A TIME LIKE THIS --

-- SO, LOOK, I'LL CALL AGAIN IN A ***WEEK*** OR SO, OKAY?

THANKS, Mr. VALE.

As soon as he leaves, Aunt May's shoulders slump, and it's like she just aged TEN YEARS --

I DIDN'T KNOW WHAT ELSE TO SAY, PETER. I JUST COULDN'T ***THROW AWAY*** BEN'S FINAL GIFT TO ME -- BUT THE FUNERAL EXPENSES WERE SO ***HIGH!***

I EVEN HAD TO USE THAT MONEY YOU'D SAVED UP FROM YOUR ***PAPER ROUTE*** YEARS AGO --

-- AND I NEVER ***DREAMED*** YOU'D SAVED THAT MUCH, PETER. IT WAS A ***GODSEND*** -- BUT --

IT'LL BE ***OKAY,*** AUNT MAY --

I blew my paper-route money on model rocketry supplies and Edmund Scientific kits YEARS ago --

-- that's the TV money I made from being SPIDER-MAN. Now IT'S gone, too --

-- IT'LL BE ***OKAY.***

--but hey, at least I made enough money to bury my UNCLE, right?

Gotta look on the BRIGHT SIDE, right?

BLAST IT!

I WISH I'D NEVER GONE *NEAR* THAT SCIENCE EXHIBIT! I WISH I'D NEVER *THOUGHT* OF THIS STUPID COSTUME! IT COST ME THE *KINDEST, GENTLEST* --

UNCLE BEN -- he always knew what to SAY, always had some piece of advice for me that made my problems work out. Right now --

-- I sure could USE that.

I can PICTURE Uncle Ben in my mind, but I can't HEAR him. It's like --

-- like he's DONE his job. He did his best to teach me how to be a MAN. And now, ready or not -- I have to do my job.

I'm the MAN of the house.

I have to handle the PROBLEMS.

ER-MAN PLAYS CKED HOUSE!
O PACKE

I could become SPIDER-MAN again, make money THAT way --

-- but I don't WANT to. Putting on that mask would only REMIND me of my irresponsibility.

I sit and I think about money and furniture and GUILT and school and television and funerals until I just can't THINK anymore --

-- and then --

I had to GET OUT.

Out of Peter Parker's PROBLEMS, out of his ROOM, out of his SKIN.

I feel the WIND rush by me and my MUSCLES flex and work and I let my mind go BLANK and I don't THINK for awhile.

I just let myself go into SPEED and MOTION and PHYSICAL EFFORT --

-- and for a few minutes, I let myself FORGET that it was my being Spider-Man that got Uncle Ben KILLED --

-- forget that I should feel GUILTY in this costume --

-- and, surprisingly, it's RELAXING.

It's PEACEFUL.

It's --

-- Lord help me, it's FUN.

I come back to myself somewhere near FLATBUSH AVENUE in Brooklyn. I know I have to tackle my PROBLEMS --

-- but I feel like I'll be able to HANDLE them better, after this.

I wonder for a moment or two why I snapped out of my daze right HERE -- whether I spotted someone from SCHOOL --

-- or just HEARD something that caught my --

HOLD IT!

DOWN THERE --

-- THAT MAN --!

And then, the BOTTOM drops out of my world.

Uh, LOOK, Mr. GOLDMAN -- THEY JUST ***HATE*** IT WHEN I DO THIS, BUT I COULD ***CANCEL*** YOUR SADIE'S ORDER -- TEAR IT UP RIGHT ***HERE*** AND ***NOW***.

WE COULDN'T RETURN THE ***DEPOSIT,*** OF COURSE, AND YOU WOULDN'T GET YOUR WIFE'S ***LAST GIFT*** TO YOU, BUT --

WHAT ARE YOU ***SAYING?!***

I'M NOT GOING TO TELL YOU TO ***TEAR UP*** THAT PAPER -- TEAR UP ***SADIE'S SURPRISE PRESENT!***

YOU GO RIGHT AHEAD AND ***BRING*** THE DEN FURNITURE -- I'LL ***PAY*** THAT BALANCE, AND THINK OF SADIE EVERY TIME I SIT IN THAT ***ARMCHAIR.***

Oh, MY ***SADIE --!***

WELL, THAT'S WHAT WE'LL ***DO,*** THEN. I'M SORRY TO INTRUDE ON YOUR ***GRIEF,*** Mr. GOLDMAN. I HAD ***NO IDEA.***

I'LL CALL AND MAKE ARRANGEMENTS IN A ***FEW DAYS,*** OKAY?

BE ***WELL.***

YOU ***TOO,*** Mr. GOLDMAN

It's the same guy who'd been at OUR house -- saying almost exactly the SAME THINGS!

Something is VERY screwy -- and there's no way I'm going to let "Mr. Vale" get away without finding out exactly WHAT'S going on.

I follow him into MANHATTAN, to a warehouse on the Lower East Side.

I can't very well follow him through the FRONT DOOR...

..and it feels really weird to SNEAK in, like I'm reading someone's DIARY or something.

Oh, sure -- I busted into a warehouse to get that BURGLAR --

-- but that had been deserted for years and I didn't have time to THINK about it, and THIS --

At first, all I can see is row upon row of CRATES, which I assume hold furniture. I'm beginning to think I've made some sort of MISTAKE --

-- and then I reach the CENTER of the warehouse.

--WOULD **NEVER** SUGGEST THAT YOU RE-MORTGAGE YOUR HOME --

-- THERE'S EQUITY IN YOUR ***LIFE INSURANCE,*** OF COURSE --

-- Oh, ***MUCH*** SAFER THAN A MUTUAL FUND -- ANY FOOL KNOWS HOW UNRELIABLE ***THEY*** ARE --

-- TERRIBLY SORRY TO HEAR OF YOUR ***LOSS*** -- BUT I'M SURE YOUR HUSBAND WOULD HAVE WANTED TO KNOW YOUR SAVINGS WERE IN ***SAFE HANDS*** --

WE'LL HAVE A COURIER OVER ***TOMORROW.***

I don't BELIEVE it.

These monsters are TRADING on grief, using tragedy to STEAL MONEY from people who've ALREADY lost too much!

They target WIDOWS and WIDOWERS, take their money any way they can -- and they don't CARE what happens to their victims!

RZZT! ANOTHER ***GRIEVING GEEZETTE*** FOR THE INVESTMENT PLAN!

They LAUGH about it!

They'd put Aunt May in the POORHOUSE, and leave her with some junky bed-room set that isn't worth a TENTH of what they charge --

-- just because they think she's DEFENSELESS enough to be taken!

The guy in the center cubicle looks like the BOSS of the operation...

NOT TO ***WORRY,*** MY FRIENDS. ***THE UNDERTAKER*** ALWAYS DEALS IN ***STRICTEST CONFIDENCE.***

YOUR PROBLEMS WITH DISPOSAL OF THE BODIES OF YOUR... ***ASSOCIATES...*** WILL BE TAKEN CARE OF ***SWIFTLY*** AND ***DISCREETLY.***

RRING

NOW IF YOU'LL ***EXCUSE*** ME, Mr. CHURCH WILL TAKE THE PARTICULARS.

YES?

Ah, GOOD TO ***HEAR*** FROM YOU. OF ***COURSE*** -- WE OFFER COMPLETE SERVICE FROM DEATH TO DISPOSAL. YOU SELECT THE ***DEAR ONE*** --

-- WE'LL SEE THAT HE BECOMES ***DEPARTED.*** PARDON THE ***WITTICISM.***

THERE IS THE SMALL MATTER OF OUR ***FEE*** FOR SERVICES...

Ah, YES. THAT WILL BE ***QUITE*** ACCEPTABLE.

I can't LISTEN to him anymore.

Er, PARDON ME. I'LL HAVE TO GO...

SOMEONE JUST...*DROPPED* IN. WE'LL BE IN TOUCH OVER ARRANGEMENTS.

I MUST CONFESS, I'M *UNPREPARED* FOR A VISIT FROM A *TELEVISION PERSONALITY.* "SPIDER-MAN" IS IT?

I DIDN'T CATCH YOUR *PERFORMANCE,* I'M AFRAID.

YEAH, WELL, I'VE CAUGHT *YOURS!*

MURDER FOR *PROFIT*... DISPOSING OF *BODIES*... PULLING CON GAMES ON BEREAVED WIDOWS...

YOU'RE A *GHOUL,* PROFITING OFF DEATH LIKE THAT!

PLEASE. EVERY SOCIETY *REQUIRES* UNTOUCHABLES WHO OFFER A *NEEDED SERVICE.* MY SPECIALTY IS IN THE AREA OF *DEATH.*

THERE HAVE BEEN PEOPLE LIKE ME SINCE THE *DAWN OF CIVILIZATION...*

DOESN'T MAKE IT *RIGHT,* PAL! YOUR "SERVICE" *ISN'T* NEEDED -- AND IT'S NOT GOING TO *CONTINUE!*

I'M CALLING THE POLICE!

I don't know what ELSE to do --

-- I just know I can't let this guy keep doing what HE'S doing, spreading DEATH and MISERY in order to line his POCKETS...

Ah- ah!

I MUST ADMIT, I'D HOPED A CELEBRITY LIKE YOURSELF WAS HERE TO AVAIL YOURSELF OF OUR *SERVICES* --

-- BUT SINCE YOU'RE *NOT* --

-- *BOYS* --

KLIK

KLIK

Uh --

GUNS --

-- they're pointing GUNS at me!

KLAK

KLTCH

KILL HIM!

BLAM BLAM BLAM

BLAM BLAM

GAAAH!

And that's when my HEAD explodes.

All I can think is, "They're SHOOTING at me! They're SHOOTING AT ME!" --

-- and there's this BUZZING in my head making it WORSE, like a MILLION BEES --

BLAM BLAM BLAM

-- and I've gotta get OUT, gotta GET AWAY --

-- and then my head stops JANGLING so bad --

Oh GOD, I'M GONNA DIE I'M GONNA DIE --

-- but there's still this LOW LEVEL BUZZ, like an alarm clock in the next room --

FAN OUT! SEARCH THE WAREHOUSE, SMOKE HIM OUT -- AND BRING ME THE CORPSE!

YESSIR.

RIGHT AWAY, SIR.

I'm still SHAKING, but I realize that I've done about the SMARTEST thing I could. Forcing them to SPLIT UP --

-- well, maybe I COULD handle them one at a time.

PSST! HEY, Mr. KILLER PERSON --

Huh?

-- LET'S TRY TO KEEP THIS QUIET, OKAY?

HEY-- THERE HE IS!

BRAK

So much for brilliant PLANS.

BLAM BLAM

NO! YOU'RE NOT GONNA KILL ME!

KRAK

I notice the buzzing INCREASES as they fire --

-- and more, it's like my body knows which way to DODGE -- like I have eyes in the back of my HEAD or something.

WUMP

Is this one of my POWERS? Some sort of "SPIDER-SENSE"?

WHOA.

I JUST **BEAT** TWO GUYS WITH GUNS WHO WERE **SHOOTING** AT ME.

WELL, now --

-- that makes it a whole new BALL GAME!

HEY, GUYS --

-- WANNA PLAY TWISTER?!

WHA --?!

GET HIM!
OOF!
NOPE, NOPE, GOT IT ALL WRONG --
-- IT'S RIGHT HAND BLUE --
UH!
-- LEFT FOOT GREEN!
I'm just saying WHATEVER pops into my head --
-- but it's like something's BROKEN FREE inside me -- something's been let out that's been caged inside for YEARS.
HE'S CRAZY!
AW, YOU'RE JUST SAYING THAT 'CAUSE I'M DRESSED IN LONG UNDERWEAR --
-- AND I'M KICKING YOUR BUTTS!
Let 'em come -- my SPIDER-SENSE will protect me! My SPIDER-SENSE will --
KRAT
UHHH!
Oh, SURE.
GET HIM!
HOLD HIM DOWN!
I GOT HIS LEG!
YOU IDIOT -- THAT'S ME!
So maybe I've got to WORK at it. I force myself to RELAX -- let them pile themselves ON --

-- and then --

HAH! PROPORTIONAL STRENGTH OF A SPIDER -- I LOVE YOU!

OFF!

HJHH!

AKH!

WHAT'S THIS? Mr. GRAVEYARD SAM -- LEAVING OUR LITTLE PARTY EARLY?

If I can use my web to SWING on, then I can use it like a LARIAT, too --

THWIP

-- and snag MOVING TARGETS, not just buildings!

OH, NO -- I INSIST YOU STAY!

Within MINUTES, I've got them all webbed up, my heart is pounding, I'm flushed with excitement and I feel GREAT!

I call the COPS --

MY NAME? uh, SURE -- THIS IS, er, SPIDER-MAN.

YES, THE TV GUY!

LOOK, IF YOU DON'T BELIEVE ME, CHECK AROUND -- SEE WHO CAPTURED THAT BURGLAR IN QUEENS A FEW NIGHTS BACK --!

I figure that with the crooks IN HAND and evidence ALL OVER the place, that'll be all the police NEED.

And it looks like I'm RIGHT, so there's no reason for me to stick around...

OFFICER! HEY, OFFICER!

I JUST HEARD IT ON THE *POLICE BAND* --

WHERE IS HE? WHERE'S *SPIDER-MAN?*

Huh?

THE GUY WHO CALLED THIS IN *CLAIMED* TO BE SPIDER-MAN, BUT I HAVEN'T SEEN ANY --

-- Uh --

SPIDEY! HEY, SPIDEY, C'MON *BACK HERE!*

IT'S ME, YOUR *AGENT!*

Aw, *NUTS!*

I DON'T THINK HE CAN *HEAR* YOU, SIR.

BUT I *GOTTA* -- I GOTTA -- aw, WHAT'S THE *USE?!*

On the way home, I'm SMILING so wide it's a wonder my mask doesn't split

I did OKAY back there

It was scary for PART of it, and I made some MISTAKES, but I lived up to my responsibility as MAN OF THE HOUSE --

-- and best of all, I stopped a lot of crimes BEFORE they had a chance to happen.

Sure beats letting burglars GET AWAY.

HM? DOWN THERE --

-- LOOKS LIKE A GROUP OF LOCAL ***STREET SURGEONS*** IS TRYING TO PERFORM A ***WALLETECTOMY*** ON THAT NICE YOUNG COUPLE!

WELL, YOU KNOW ***WHAT?***

I DON'T THINK SO!

FORK OVER, BUDDY, OR --

KRAK

WAK

KLONK

Uh-- Uh--

NO NEED TO THANK ME, GOOD PEOPLE -- IT'S ALL PART OF THE SPIDEY SERVICE!

As I swing off, I wonder if THIS is how I can do right by Uncle Ben's memory --how I can use my power RESPONSIBLY.

YOU TWO HAVE A NICE EVENING, HEAR?

THAT WAS --

-- WAS THAT THAT TV GUY?!

One thing I'll say for it --

-- it sure FEELS right.

-- POLICE ANNOUNCED THE CAPTURE TODAY OF A CRIMINAL ORGANIZATION RUN BY **CONRAD** "THE UNDERTAKER" **EISENSTADT** --

-- WHO IS BEING CHARGED WITH MULTIPLE COUNTS OF **MURDER, CONSPIRACY** AND **FRAUD.**

EISENSTADT ALLEGEDLY RAN A **NUMBER** OF CONFIDENCE OPERATIONS, IN ADDITION TO SELLING **MURDER-FOR-HIRE** --

-- INCLUDING ONE SCAM, SELLING **FURNITURE** TO RECENT WIDOWS AND WIDOWERS --

-- THAT SPOKESMEN FROM THE **FRAUD SQUAD** SAY THEY'VE BEEN TRYING TO SHUT DOWN FOR **MONTHS.**

ODDLY, **SEVERAL** OF THE MEN ARRESTED TODAY CLAIM THAT THEY WERE CAPTURED BY **SPIDER-MAN,** THE TELEVISION NOVELTY ACT --

-- BUT POLICE REFUSE TO **COMMENT.** WE'LL BE BACK WITH MORE NEWS AFTER THIS.

THIS WEEK ON "IT'S AMAZING!" IS THERE AN **ANT-SIZED** HERO PROTECTING OUR FAIR CITY?

AND SHOCKING FOOTAGE EXPOSING THE **MUTANT MENACE!**

HOW COULD YOU?

KLIK

HOW COULD YOU TARNISH BEN'S MEMORY LIKE THAT -- ?

Oh, MAY, MAY, YOU SILLY, **STUPID** OLD WOMAN -- !

I should have REALIZED -- even though the crooks have been CAUGHT, she stills feels MANIPULATED --

-- and she's BLAMING HERSELF for falling for their lies.

AUNT MAY?

Oh, PETER -- I DIDN'T KNOW YOU WERE THERE!

If she lets it FESTER -- lets it spoil her memories --

I, ah, JUST FINISHED ***STUDYING*** -- AND I WAS THINKING SOME MILK AND COOKIES WOULD GO DOWN ***REAL GOOD*** ABOUT NOW...

WHAT A GOOD IDEA! I WON'T BE A *MOMENT* --

And...

HERE YOU GO -- *FRESH BAKED* THIS MORNING!

THESE ARE ***GREAT!*** YOU KNOW, AUNT MAY, I WAS WONDERING. I DON'T KNOW IF YOU'D WANT TO *TALK* ABOUT IT --

-- BUT I'D REALLY LIKE TO KNOW MORE ABOUT *UNCLE BEN* -- ABOUT WHAT HE WAS LIKE BEFORE I WAS *OLD ENOUGH* TO REMEMBER...

Oh, OF ***COURSE***, PETER! THERE'S SO MUCH YOU DON'T ***KNOW***...

WHY, I RECALL ONE OF THE FIRST TIMES I *SAW* HIM, ON THE BOARDWALK IN ATLANTIC CITY, WITH THE *SUN* SHINING OFF HIS HAIR...

...ALL MY FRIENDS THOUGHT HE WAS THE *BEE'S KNEES*, BUT IT WAS *ME* THAT CAUGHT HIS EYE...

And maybe it's an AMAZING WORLD, full of monsters and Human Torches and all KINDS of bizarre stuff...

...but right here and right now, in this little CORNER of it...

...everything's OKAY.

MANHATTAN.

CoOoOl!

TO BE CONTINUED

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A SPIDER-MAN SPECIAL EVENT

Amazing Fantasy #15, the final issue of a short-lived anthology series, introduced the world to a new and unique super hero: the amazing Spider-Man!

Months later, by popular demand, **Amazing Spider-Man #1**, the first issue of the wall-crawling wonder's own ongoing series, hit the stands, beginning a long and successful career for the young web-slinger.

Here now, for the first time, you will learn what happened in between those two landmark issues...and experience the seminal events that shaped a guilt-ridden young man into a true hero.